

| LEGAL STRUCTURE | | |
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| | RCN Council | Governance Committee |
| | Council recommends changes to the legal structure of the RCN only to the membership for approval by way of special resolution at a General Meeting | Committee recommend any changes to the RCN structure to Council for consideration. <i>To note, RCN changes will need to go to the membership for approval at a General Meeting</i> |

| GOVERNING DOCUMENTS | | |
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| Tasks and responsibilities | RCN Council | Governance Committee |
| RCN governing documents | Council agrees all changes to the governing documents, for example, Royal Charter/Standing Orders, should go to the membership for approval at a general meeting | Committee recommends any proposed RCN changes to Council |

| STATUTORY AND REGULATORY COMPLIANCE | | | |
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| Tasks and responsibilities | RCN Council | Group Audit Committee | Governance Committee |
| | Council : * approves the Statutory Regulatory and Compliance Management Framework that the Group work within and reviews its effectiveness. They delegate to Group Audit Committee oversight of the annual returns and the Committee assure Council of the Group's compliance *carries out the functions reserved for itself in the Charter and Standing Orders | Committee: * reviews the annual regulatory framework twice a year, for accuracy and assurance (Jan - Jun, and Jul - Dec) for the puposes of ensuring RCN Group internal controls are effective . * assures RCN Council and RCN Foundation Board that the Group are fully compliant | Committee receives the Group framework twice a year for noting (Jan - Jun, and Jul - Dec), so they are fully informed of governance arrangements |

| MEMBERSHIP AND SUBSCRIPTION RATES | | |
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| Tasks and responsibilities | RCN Council | Governance Committee |
| MEMBERSHIP STRATEGY | Council reviews and agrees the membership strategy and any changes to membership categories, on recommendation of Governance Committee | Committee keeps the membership strategy and categories under review and recommends any changes , including membership categories to Council |

| GOVERNANCE ARRANGEMENTS (to note cross reference Governing Docs above) | | |
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| Tasks and responsibilities | RCN Council | Governance Committee |
| GOVERNANCE STRUCTURE AND WAYS OF WORKING <i>TO NOTE - consultation may not be applicable where there is a legal requirement to comply. For example, register of interests. In these instances, communication and guidance will be shared</i> | RCN - Council approves changes to governance structures and ways of working, on recommendation from the Governance Committee | In line with their terms of reference, the role of the Committee is to support Council to discharge its governance duties. It does this through regular review of the governance arrangements, governance documentation and policies, and where applicable, makes recommendations to Council |
| | Council is notified of effectiveness of current consultation arrangements | Committee reports to Council on the effectiveness of current consultation arrangements |
| | Council ensures all elected and appointed members of Council and Committees have access to induction and development | Committees agrees the development of induction and development programme for council and committee members |
| GOVERNANCE POLICIES AND PROCEDURES | Council approves RCN governance policies and procedures, including elections, on the recommendation of the Governance Committee To note, this will include appointing the UK Returning Officer | Committee reviews RCN governance and elections policies and procedures and recommends to Council |
| MEMBERS / DIRECTORS/TRUSTEE DISCIPLINARY POLICIES (e.g member resolution policy) | Council reviews and agrees RCN member resolution policy and processes | Committee recommends member resolution policy to Council to approve |
| AGM | Council approves the agenda and arrangements on recommendation from Governance Committee and communicates to members | Committee recommends the AGM agenda to Council and oversees the arrangements for the AGM |

| EQUITY, DIVERSITY AND INCLUSION | | |
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| Tasks and responsibilities | RCN Council | Governance Committee |
| CHAMPION OF DIVERSITY AND HUMAN RIGHTS IN THE HEALTH AND SOCIAL CARE SECTOR | Council approves and champions the Group EDI strategy, on the recommendation of the Group EDI Committee. | Committee consulted in the development of the Strategy and ensures adherence to the strategy within its scope |